



H–(b)10 Package

Registration Statement

- **General Instructions**
- **Current Reporting Instructions**

**Office of Thrift Supervision
Washington, D.C. 20552**

Registration Statement H-(b)10

Filed Pursuant to Section 10(b)(1) of the Home Owners' Loan Act, as amended, and 12 C.F.R. Section 584.1(a)

PAPERWORK REDUCTION ACT STATEMENT

Public reporting burden for this collection of information is estimated to average 8 hours per response, including the time for reviewing instructions, searching existing data sources, gathering the data needed, and completing and reviewing the collection of information. If a valid OMB Control Number does not appear on this form, you are not required to complete this form. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Thrift Supervision, Policy, 1700 G Street, N.W., Washington, D.C. 20552; and to the Office of Management and Budget, Paperwork Reduction Project (1550-0020), Washington, D.C. 20503.

OTS Form H-(b)10
December 1994 Edition

Holding Company Docket Number H- _ _ _

Office of Thrift Supervision

Registration Statement H-(b)10

Filed Pursuant to Section 10(b)(1) of the Home Owners' Loan Act, as amended, and 12 C.F.R. Section 584.1(a)

Legal Name of Registrant

Address of Principal Executive Office

Name, Telephone Number (including area code) and Address of an Individual to
Whom Communications are to be Sent

Each savings and loan holding company shall register with the Office of Thrift Supervision (OTS) no later than ninety (90) days after becoming a savings and loan holding company.

Multi-tier savings and loan holding companies may file a combined Statement if the required information is provided for each holding company. In addition, each Registrant joining in this Statement must sign separately in accordance with the certification requirements.

Reports not Substantially Prepared in Accordance with these Instructions, and not Containing all Required Information, will not be Accepted for Filing.

This information is required by statute. Any omission or misrepresentation of a material fact may subject the Registrant to legal sanctions.

General Instructions

1. Use of Registration Statement

This Statement shall be used to register as a savings and loan holding company pursuant to Section 10(b)(1) of the Home Owners' Loan Act, as amended, and 12 C.F.R. Section 584.1(a)(1). It is not intended that the entire Statement be completed by each Registrant. All Registrants, except those that are secured creditors, must complete Items 1 and 2. A Registrant that is a secured creditor must complete Items 1 and 3-7.

This Statement shall be filed no later than 90 days after becoming a savings and loan holding company.

2. Preparation of Statement

- (a) This Statement is not to be used as a blank form, but as the format to be followed in providing the required information. The information should be presented in such a manner that the reader does not have to refer to the instructions for the Item in order to understand what is being conveyed. In addition to the information expressly required to be included in the Statement, clarifying statements should be added, as necessary, to avoid misleading the reader. An Item's nonapplicability should be affirmatively noted as such.
- (b) Please include an index of Items and Sub-Items.
- (c) The Statement and all attachments must be clear and easily readable in type or print on pages (folded or unfolded) that do not exceed 8-1/2 by 11 inches. Each copy should be bound, without stiff covers, in one or more parts.
- (d) If required information is not economically or reasonably available to the Registrant, it may be omitted; however, please state why the information is not readily obtainable.

3. Filing Requirements

The original Statement and one conformed copy, including exhibits and other pertinent papers and documents, shall be filed with the OTS Regional Office that has supervisory authority over the insured subsidiary. All copies should be clearly captioned as to the type of filing and should include all exhibits and other pertinent documents.

4. Amendments

All amendments should be filed under cover of this form and clearly identified as amendments. Items should be numbered consecutively and comply with all pertinent requirements of the Statement, including the certification page.

5. Incorporation by Reference

Material contained in exhibits to this Statement, or on file with the OTS, may be incorporated by reference in answer or partial answer to any Item. The location of the incorporated material should be clearly specified, including page, item, and/or paragraph number.

6. Confidential Information

Unless special arrangements are made with the OTS, all materials filed as part of this

Statement are available for public inspection. Should the Registrant desire to have “confidential” treatment accorded any information submitted as part of this Statement (mainly biographical data and financial projections), such material should be separately bound and labeled “confidential” and accompanied by a formal request stating the reasons for filing such information confidentially.

If any material has been granted confidential treatment under state or federal law, or by a

government agency, or if the disclosure would be contrary to the policies/rules of the New York Stock Exchange and/or the Securities and Exchange Commission, such circumstance should be described. The OTS will advise the Registrant of any decision to make information that is labeled “Confidential” available to the public. It should be understood that, in the settlement of litigation or formal appeals, it may be necessary for the OTS to release materials that are given “confidential” treatment. The OTS will follow the Freedom of Information Act’s provisions in this regard.

7. Definitions

The terms used in this Statement, unless specifically defined in the instructions to an Item,

have the meaning commonly ascribed to them in commercial/finance usage or as specified in Section 10 of the Home Owners’ Loan Act, as amended, and 12 C.F.R. Parts 583, 574 and 561.

Information Required by Items

Item 1. General Information

- (a) Provide the date and state of incorporation, organization, or creation of the Registrant and describe the legal form in which it is doing business (i.e., corporation, partnership, joint stock company or a trust). If the Registrant is a trust, state the type of trust (i.e., pension, profit sharing, shareholders' voting or business trust), the approximate date when the trust agreement became effective and the date of its expiration.
- (b) Provide the date of the Registrant's fiscal year end and state whether the Registrant is subject to the reporting requirements of the Securities Exchange Act of 1934.
- (c) Briefly describe the manner by which the Registrant became a savings and loan holding company. With regard to the acquired savings association/savings and loan holding company, the following should be provided: (1) name; (2) address of principal executive office; (3) date of consummation of the transaction; (4) type (class) of stock acquired; (5) number of shares acquired; and (6) percentage of such shares to the acquired association's/holding company's outstanding shares.

Item 2. Amendments and Revisions to Information Required by Holding Company Acquisition Applications

Describe any changes related to the financial condition, ownership, operations, intercompany relationships and management of the holding company and its subsidiaries since the filing of Registrant's application to become a savings and loan holding company. Reference should be made to the respective Item number of the appropriate holding company application.

Note: Information required under this Item is not intended to duplicate information previously submitted in the holding company acquisition application, submit changes only.

Item 3. Type of Business

Describe the nature and type of business engaged in by the Registrant.

Item 4. Holding Company Status and Basis of Control

Furnish a copy of any instruments or documents relating to the acquisition of the savings association/holding company.

Item 5. Directors, Officers, Partners, and Trustees

List the names of all directors and executive officers (partners or trustees, where applicable) of the Registrant.

Item 6. Disposition of Control

Briefly discuss the Registrant's plans with regard to the ultimate disposition of control of the savings association/savings and loan holding company since 12 C.F.R. Section 574.3(c)(1)(iii) prohibits retaining control for a period in excess of one year without prior approval of the OTS.

Item 7. Financial Statements

Furnish copies of the Registrant's balance sheet and statement of operations for its immediately preceding fiscal year, including applicable footnotes and supporting

schedules. To the extent that these statements are included in annual reports to shareholders, copies of such annual reports may be substituted.

Certification

Pursuant to the requirements of Section 10(b)(1) of the Home Owners' Loan Act, as amended, the Registrant making this Statement has caused this filing to be signed on its behalf by the undersigned, duly authorized.

Name of Registrant

The undersigned principal executive or principal financial officer of the Registrant making this Statement acknowledges and certifies that the information contained herein, including forms or exhibits, is true, correct, and complete to the best of his knowledge and belief

Attest:

Name and title of Officer signing
on behalf of Registrant Attest:

Name and title

Date:_____